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May 26, 2005

Mary L. Cottrell, Secretary
Department of Telecommunications and Energy
One South Station
Boston, MA 02110

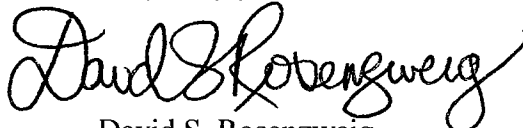
Re: Bay State Gas Company, D.T.E. 05-27

Dear Secretary Cottrell:

Enclosed for filing please find an original and seven (7) additional copies of the Petition for Leave to Intervene of NSTAR Gas Company, Boston Edison Company, Cambridge Electric Light Company and Commonwealth Electric Company in the above-referenced case. Also enclosed is a Certificate of Service.

Thank you for your attention to this matter.

Very truly yours,



David S. Rosenzweig

Encl.

cc: Caroline Bulger, Hearing Officer
Andrew Kaplan, General Counsel
John Cope-Flanagan, Assistant General Counsel
George Yiankos, Director, Gas Division
Robert Dewees, Esq.
Service List

**COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

Bay State Gas Company

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D.T.E. 05-27

CERTIFICATE OF SERVICE

I certify that I have this day served the foregoing documents upon the service list
in the above-docketed proceeding in accordance with the requirements of 220 C.M.R.
1.05.



David S. Rosenzweig, Esq.
Keegan Werlin LLP
265 Franklin Street
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Dated: May 26, 2005

**COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

Bay State Gas Company)
_____))
_____)

D.T.E. 05-27

**PETITION FOR LEAVE TO INTERVENE OF
NSTAR GAS COMPANY,
BOSTON EDISON COMPANY,
CAMBRIDGE ELECTRIC LIGHT COMPANY AND
COMMONWEALTH ELECTRIC COMPANY**

Pursuant to G.L. c. 30A, § 10 and 220 CMR § 1.03, NSTAR Gas Company, Boston Edison Company, Cambridge Electric Light Company and Commonwealth Electric Company (together "NSTAR" or the "Company") hereby petition the Department of Telecommunications and Energy (the "Department") for leave to intervene as a full party in the above-referenced proceeding. In support of this motion, NSTAR states the following:

1. NSTAR Gas Company is a Massachusetts gas company, as defined by G.L. c. 164, § 1, and is regulated by the Department pursuant to G.L. c. 164, § 1 et seq.
2. Boston Edison Company is a Massachusetts electric company, as defined by G.L. c. 164, § 1, and is regulated by the Department pursuant to G.L. c. 164, § 1 et seq.
3. Cambridge Electric Light Company Massachusetts electric company, as defined by G.L. c. 164, § 1, and is regulated by the Department pursuant to G.L. c. 164, § 1 et seq.

4. Commonwealth Electric Company is a Massachusetts electric company, as defined by G.L. c. 164, § 1, and is regulated by the Department pursuant to G.L. c. 164, § 1 et seq.
5. NSTAR maintains a principal office at 800 Boylston Street, Boston MA 02199.
6. On April 27, 2005, Bay State Gas Company (“Bay State”) filed a request for approval of a \$22.2 million increase in base rates, a Performance-Based Regulation (“PBR”) plan, a steel infrastructure and replacement adjustment (“SIR”) and a pension/PBOP reconciliation mechanism.
7. The Department docketed this proceeding as D.T.E. 05-27 and suspended the effective date of the requested rates until December 1, 2005.
8. The Department may allow any person that “may be substantially and specifically affected” by a proceeding to intervene as a party. G.L. c. 30A, § 10; see also 220 C.M.R. § 1.03(1).
9. When ruling on a petition to intervene, the Department may consider, among other factors, “the nature of the petitioner’s evidence, including whether such evidence will help to elucidate the issues of the proceeding...”. Eastern Edison Company, D.P.U. 96-24, at 4-5 (1997).¹
See also Boston Edison Company, D.T.E. 98-118/119/126, at 9-10 (1999);

¹ In D.P.U. 96-24, the Department identified factors such as the interests of the petitioner, whether the petitioner’s interests are unique and cannot be raised by any other petitioners, the scope of the proceeding and the potential effect of the petitioner’s intervention on the proceeding. Id. at 4-5.

Western Massachusetts Electric Company, D.T.E. 01-36/02-20, at 6 (2003).

10. NSTAR is substantially and specifically affected by this proceeding because:

- a. In this proceeding, the Department will investigate and make findings on issues relating to a pension/PBOP reconciliation adjustment mechanism and the Bay State Steel Infrastructure Replacement (“SIR”) program. The Department’s findings may be applied to the Company in the future. For example, the Department has previously declined to review a gas company’s PBR plan where it is at the same time reviewing another gas company’s PBR plan that “would be instructive for all distribution companies” with regard to the policies, methods, and procedures that may be developed. Fitchburg Gas and Electric Light Company, D.T.E. 02-22, at 3-4 (2003).
- b. In addition, the Department will investigate and make findings on a range of PBR, ratemaking and rate design issues that may be applied to NSTAR in the future. See, e.g., id. (establishing approach for marginal-cost analysis); The Berkshire Gas Company, D.T.E. 01-56 (2002) (accounting for gas-marketing costs).
- c. NSTAR must be permitted to protect its rights with regard to all rate issues that are developed during this rate case that will have

precedential effect for NSTAR. NSTAR's interest concerning these issues, and the impact of the Department's decisions on NSTAR's operations, are unique to the Company and cannot be adequately represented by any other party.

11. NSTAR has evidence, knowledge and experience that will help to elucidate the issues of this proceeding and serve the public interest in establishing a clear and thorough record. For example, Bay State's pension/PBOP reconciliation adjustment proposal includes many elements and characteristics that are common to NSTAR's pension/PBOP reconciliation adjustment mechanism, as implemented. Given NSTAR's extensive experience with its pension/PBOP reconciliation adjustment mechanism, it is in a unique position to elucidate these issues with additional evidence. See Interlocutory Order on Appeal of Hearing Officer, Western Massachusetts Electric Company, D.P.U. 88-250, at 5 (March 21, 1989) (allowing SESCO motion to intervene as a full party because it is in a unique position to contribute to the development of the record).
12. The Department's longstanding precedent has been to allow full-party intervenor status to sister utilities in gas and electric company cases that involve common issues among other regulated utilities. See Boston Gas Company, D.T.E. 03-40, at 2 (2003) (granting full-party intervenor status to Bay State Gas Company and The Berkshire Gas Company in general rate case); Bay State Gas Company, D.P.U. 89-81 (1989) (granting full-

party intervenor status to Colonial Gas Company, Boston Gas Company and Massachusetts Municipal Wholesale Electric Company in general rate case); Massachusetts Electric Company/New England Power Company, D.P.U. 91-114/EFSC 91-24 (1991) (granting full-party intervenor status to Fitchburg Gas and Electric Light Company, Boston Edison Company and Western Massachusetts Electric Company in IRM case); and Western Massachusetts Electric Company, D.P.U. 92-88 (1992) (granting full-party intervenor status to Boston Edison Company, Cambridge Electric Light Company and Commonwealth Electric Company in IRM case).

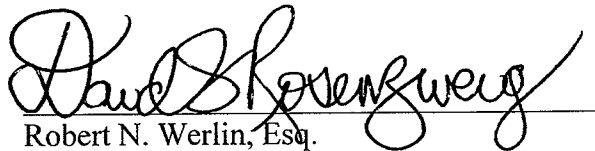
13. The Company is represented by regulatory counsel who are knowledgeable in the practices and procedures of the Department, and who will not impede the efficient consideration of the case.
14. The Company has contacted counsel for Bay State and the Attorney General concerning its request for full-party intervenor status and both have authorized the Company to represent that there is no objection to the Company's request for full-party intervenor status.

WHEREFORE, NSTAR respectfully requests that the Department grant this petition for leave to intervene and take such other necessary actions as may be appropriate.

Respectfully submitted,

**NSTAR GAS COMPANY
BOSTON EDISON COMPANY
CAMBRIDGE ELECTRIC LIGHT COMPANY
COMMONWEALTH ELECTRIC COMPANY**

By its attorneys,

A handwritten signature in black ink, appearing to read "David S. Rosenzweig", is written over a horizontal line.

Robert N. Werlin, Esq.

David S. Rosenzweig, Esq.

Keegan Werlin LLP

265 Franklin Street

Boston, MA 02110

(617)951-1400

Dated: May 26, 2005.